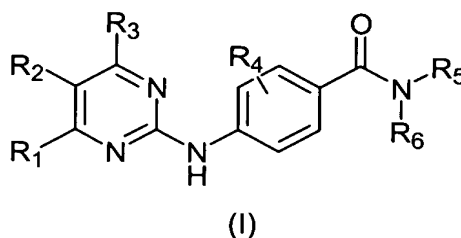


### Amendments to the Claims:

This listing of claims will replace all prior versions, and listings, of claims in the application:

### Listing of claims

1. (Previously Amended) A compound having the structure:



or a pharmaceutically acceptable salt thereof,

wherein:

R<sub>1</sub> is phenyl, naphthyl, pyridyl, furyl, benzofuranyl, thiophenyl, benzothiophenyl, quinolinyl, pyrrolyl, indolyl, oxazolyl, benzoxazolyl, imidazolyl, benzimidazolyl, thiazolyl, benzothiazolyl, isoxazolyl, pyrazolyl, isothiazolyl, pyridazinyl, pyrimidinyl, pyrazinyl, triazinyl, cinnolinyl, phthalazinyl, or quinazolinyl, optionally substituted with one to four substituents independently selected from R<sub>7</sub>;

R<sub>2</sub> is hydrogen;

R<sub>3</sub> is hydrogen or lower alkyl;

R<sub>4</sub> represents one to four optional substituents, wherein each substituent is the same or different and independently selected from halogen, hydroxy, lower alkyl and lower alkoxy;

R<sub>5</sub> and R<sub>6</sub> are the same or different and independently -R<sub>8</sub>, -(CH<sub>2</sub>)<sub>α</sub>C(=O)R<sub>9</sub>,  
-(CH<sub>2</sub>)<sub>α</sub>C(=O)OR<sub>9</sub>, -(CH<sub>2</sub>)<sub>α</sub>C(=O)NR<sub>9</sub>R<sub>10</sub>, -(CH<sub>2</sub>)<sub>α</sub>C(=O)NR<sub>9</sub>(CH<sub>2</sub>)<sub>β</sub>C(=O)R<sub>10</sub>,  
-(CH<sub>2</sub>)<sub>α</sub>NR<sub>9</sub>C(=O)R<sub>10</sub>, -(CH<sub>2</sub>)<sub>α</sub>NR<sub>11</sub>C(=O)NR<sub>9</sub>R<sub>10</sub>, -(CH<sub>2</sub>)<sub>α</sub>NR<sub>9</sub>R<sub>10</sub>, -(CH<sub>2</sub>)<sub>α</sub>OR<sub>9</sub>,  
-(CH<sub>2</sub>)<sub>α</sub>SO<sub>c</sub>R<sub>9</sub>, or -(CH<sub>2</sub>)<sub>α</sub>SO<sub>2</sub>NR<sub>9</sub>R<sub>10</sub>;

or R<sub>5</sub> and R<sub>6</sub> taken together with the nitrogen atom to which they are attached to form a substituted or unsubstituted pyridyl, furyl, benzofuranyl, thiophenyl, benzothiophenyl, quinolinyl, pyrrolyl, indolyl, oxazolyl, benzoxazolyl, imidazolyl, benzimidazolyl, thiazolyl, benzothiazolyl, isoxazolyl, pyrazolyl, isothiazolyl, pyridazinyl, pyrimidinyl, pyrazinyl, triazinyl, cinnolinyl, phthalazinyl, quinazolinyl, morpholinyl, pyrrolidinonyl, pyrrolidinyl, piperidiny, piperazinyl, hydantoinyl, valerolactamyl, oxiranyl, oxetanyl, tetrahydrofuranyl, tetrahydropyranyl, tetrahydropyrindinyl, tetrahydrothiophenyl, tetrahydropyrimidinyl, or tetrahydrothiopyranyl;

R<sub>7</sub> is at each occurrence independently halogen, hydroxy, cyano, nitro, carboxy, alkyl, alkoxy, haloalkyl, acyloxy, thioalkyl, sulfinylalkyl, sulfonylalkyl, hydroxyalkyl, phenyl or naphthyl, substituted phenyl or naphthyl, aralkyl, substituted aralkyl, substituted or unsubstituted pyridyl, furyl, benzofuranyl, thiophenyl, benzothiophenyl, quinolinyl, pyrrolyl, indolyl, oxazolyl, benzoxazolyl, imidazolyl, benzimidazolyl, thiazolyl, benzothiazolyl, isoxazolyl, pyrazolyl, isothiazolyl, pyridazinyl, pyrimidinyl, pyrazinyl, triazinyl, cinnolinyl, phthalazinyl, quinazolinyl, morpholinyl, pyrrolidinonyl, pyrrolidinyl, piperidiny, piperazinyl, hydantoinyl, valerolactamyl, oxiranyl, oxetanyl, tetrahydrofuranyl, tetrahydropyranyl, tetrahydropyrindinyl, tetrahydrothiophenyl, tetrahydropyrimidinyl, or tetrahydrothiopyranyl, heterocyclealkyl, substituted heterocyclealkyl, -C(=O)OR<sub>8</sub>, -OC(=O)R<sub>8</sub>, -C(=O)NR<sub>8</sub>R<sub>9</sub>, -C(=O)NR<sub>8</sub>OR<sub>9</sub>, -SO<sub>c</sub>R<sub>8</sub>, -SO<sub>c</sub>NR<sub>8</sub>R<sub>9</sub>, -NR<sub>8</sub>SO<sub>c</sub>R<sub>9</sub>, -NR<sub>8</sub>R<sub>9</sub>, -NR<sub>8</sub>C(=O)R<sub>9</sub>, -NR<sub>8</sub>C(=O)(CH<sub>2</sub>)<sub>b</sub>OR<sub>9</sub>, -NR<sub>8</sub>C(=O)(CH<sub>2</sub>)<sub>b</sub>R<sub>9</sub>,

-O(CH<sub>2</sub>)<sub>b</sub>NR<sub>8</sub>R<sub>9</sub>, or substituted or unsubstituted pyridyl, furyl, benzofuranyl, thiophenyl, benzothiophenyl, quinolinyl, pyrrolyl, indolyl, oxazolyl, benzoxazolyl, imidazolyl, benzimidazolyl, thiazolyl, benzothiazolyl, isoxazolyl, pyrazolyl, isothiazolyl, pyridazinyl, pyrimidinyl, pyrazinyl, triazinyl, cinnolinyl, phthalazinyl, quinazolinyl, morpholinyl, pyrrolidinonyl, pyrrolidinyl, piperidiny, piperazinyl, hydantoinyl, valerolactamyl, oxiranyl, oxetanyl, tetrahydrofuranyl, tetrahydropyranyl, tetrahydropyrindinyl, tetrahydrothiophenyl, tetrahydropyrimidinyl, or tetrahydrothiopyranyl fused to phenyl;

R<sub>8</sub>, R<sub>9</sub>, R<sub>10</sub>, and R<sub>11</sub> are the same or different and at each occurrence independently hydrogen, alkyl, substituted alkyl, phenyl or naphthyl, substituted phenyl or naphthyl, aralkyl, substituted arylalkyl, substituted or unsubstituted pyridyl, furyl, benzofuranyl, thiophenyl, benzothiophenyl, quinolinyl, pyrrolyl, indolyl, oxazolyl,

benzoxazolyl, imidazolyl, benzimidazolyl, thiazolyl, benzothiazolyl, isoxazolyl, pyrazolyl, isothiazolyl, pyridazinyl, pyrimidinyl, pyrazinyl, triazinyl, cinnolinyl, phthalazinyl, quinazolinyl, morpholinyl, pyrrolidinonyl, pyrrolidinyl, piperidinyl, piperazinyl, hydantoinyl, valerolactamyl, oxiranyl, oxetanyl, tetrahydrofuranyl, tetrahydropyranyl, tetrahydropyrindinyl, tetrahydrothiophenyl, tetrahydropyrimidinyl, or tetrahydrothiopyranyl, heterocyclealkyl or substituted heterocyclealkyl;

or R<sub>8</sub> and R<sub>9</sub> taken together with the atom or atoms to which they are attached to form a substituted or unsubstituted pyridyl, furyl, benzofuranyl, thiophenyl, benzothiophenyl, quinolinyl, pyrrolyl, indolyl, oxazolyl, benzoxazolyl, imidazolyl, benzimidazolyl, thiazolyl, benzothiazolyl, isoxazolyl, pyrazolyl, isothiazolyl, pyridazinyl, pyrimidinyl, pyrazinyl, triazinyl, cinnolinyl, phthalazinyl, quinazolinyl, morpholinyl, pyrrolidinonyl, pyrrolidinyl, piperidinyl, piperazinyl, hydantoinyl, valerolactamyl, oxiranyl, oxetanyl, tetrahydrofuranyl, tetrahydropyranyl, tetrahydropyrindinyl, tetrahydrothiophenyl, tetrahydropyrimidinyl, or tetrahydrothiopyranyl;

*a* and *b* are the same or different and at each occurrence independently selected from 0, 1, 2, 3 or 4; and

*c* is at each occurrence 0, 1 or 2.

2. (Previously Amended) The compound of claim 1 wherein R<sub>5</sub> and R<sub>6</sub>, taken together with the nitrogen atom to which they are attached, form a substituted or unsubstituted morpholinyl, pyrrolidinonyl, pyrrolidinyl, piperidinyl, piperazinyl, hydantoinyl, valerolactamyl, oxiranyl, oxetanyl, tetrahydrofuranyl, tetrahydropyranyl, tetrahydropyrindinyl, tetrahydropyrimidinyl, tetrahydrothiophenyl, tetrahydrothiopyranyl, tetrahydropyrimidinyl, tetrahydrothiophenyl or tetrahydrothiopyranyl.

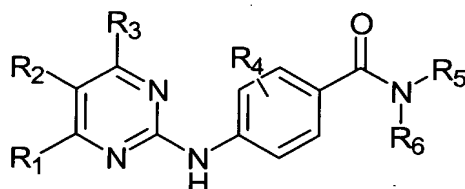
3. (Canceled)

4. (Canceled)

5. (Canceled)

6. (Canceled)

7. (Previously Amended) The compound of claim 1 wherein R<sub>1</sub> is phenyl or naphthyl.
8. (Previously Amended) The compound of claim 3 wherein R<sub>5</sub> and R<sub>6</sub>, taken together with the nitrogen atom to which they are attached, form piperazinyl.
9. (Previously Amended) The compound of claim 3 wherein R<sub>5</sub> and R<sub>6</sub>, taken together with the nitrogen atom to which they are attached, form piperidinyl.
10. (Previously Amended) The compound of claim 3 wherein R<sub>5</sub> and R<sub>6</sub>, taken together with the nitrogen atom to which they are attached, form morpholinyl.
11. (Presently Amended) A pharmaceutical composition comprising the compound of claim 1 and a pharmaceutically acceptable carrier.
12. (Presently Amended) A method for treating a an inflammatory condition responsive to IKK-2 inhibition, comprising administering to a patient in need thereof and effective amount of a compound having the structure:



or a pharmaceutically acceptable salt thereof,

wherein:

R<sub>1</sub> is phenyl, naphthyl, pyridyl, furyl, benzofuranyl, thiophenyl, benzothiophenyl, quinolinyl, pyrrolyl, indolyl, oxazolyl, benzoxazolyl, imidazolyl, benzimidazolyl, thiazolyl, benzothiazolyl, isoxazolyl, pyrazolyl, isothiazolyl, pyridazinyl, pyrimidinyl, pyrazinyl, triazinyl, cinnolinyl, phthalazinyl, or quinazolinyl optionally substituted with one to four substituents independently selected from R<sub>7</sub>;

R<sub>2</sub> and R<sub>3</sub> are the same or different and are independently hydrogen or lower alkyl;

R<sub>4</sub> represents one to four optional substituents, wherein each substituent is the same or different and independently selected from halogen, hydroxy, lower alkyl or lower alkoxy;

R<sub>5</sub> and R<sub>6</sub> are the same or different and independently -R<sub>8</sub>, -(CH<sub>2</sub>)<sub>α</sub>C(=O)R<sub>9</sub>,  
 -(CH<sub>2</sub>)<sub>α</sub>C(=O)OR<sub>9</sub>, -(CH<sub>2</sub>)<sub>α</sub>C(=O)NR<sub>9</sub>R<sub>10</sub>,  
 -(CH<sub>2</sub>)<sub>α</sub>C(=O)NR<sub>9</sub>(CH<sub>2</sub>)<sub>β</sub>C(=O)R<sub>10</sub>, -(CH<sub>2</sub>)<sub>α</sub>NR<sub>9</sub>C(=O)R<sub>10</sub>,  
 -(CH<sub>2</sub>)<sub>α</sub>NR<sub>11</sub>C(=O)NR<sub>9</sub>R<sub>10</sub>, -(CH<sub>2</sub>)<sub>α</sub>NR<sub>9</sub>R<sub>10</sub>, -(CH<sub>2</sub>)<sub>α</sub>OR<sub>9</sub>,  
 -(CH<sub>2</sub>)<sub>α</sub>SO<sub>c</sub>R<sub>9</sub>, or -(CH<sub>2</sub>)<sub>α</sub>SO<sub>2</sub>NR<sub>9</sub>R<sub>10</sub>;

or R<sub>5</sub> and R<sub>6</sub> taken together with the nitrogen atom to which they are attached to form a substituted or unsubstituted pyridyl, furyl, benzofuranyl, thiophenyl, benzothiophenyl, quinolinyl, pyrrolyl, indolyl, oxazolyl, benzoxazolyl, imidazolyl, benzimidazolyl, thiazolyl, benzothiazolyl, isoxazolyl, pyrazolyl, isothiazolyl, pyridazinyl, pyrimidinyl, pyrazinyl, triazinyl, cinnolinyl, phthalazinyl, quinazolinyl, morpholinyl, pyrrolidinonyl, pyrrolidinyl, piperidinyl, piperazinyl, hydantoinyl, valerolactamyl, oxiranyl, oxetanyl, tetrahydrofuranyl, tetrahydropyranyl, tetrahydropyrindinyl, tetrahydrothiophenyl, tetrahydropyrimidinyl, or tetrahydrothiopyranyl;

R<sub>7</sub> is at each occurrence independently halogen, hydroxy, cyano, nitro, carboxy, alkyl, alkoxy, haloalkyl, acyloxy, thioalkyl, sulfinylalkyl, sulfonylalkyl, hydroxyalkyl, phenyl or naphthyl, substituted phenyl or naphthyl, aralkyl, substituted aralkyl, substituted or unsubstituted pyridyl, furyl, benzofuranyl, thiophenyl, benzothiophenyl, quinolinyl, pyrrolyl, indolyl, oxazolyl, benzoxazolyl, imidazolyl, benzimidazolyl, thiazolyl, benzothiazolyl, isoxazolyl, pyrazolyl, isothiazolyl, pyridazinyl, pyrimidinyl, pyrazinyl, triazinyl, cinnolinyl, phthalazinyl, quinazolinyl, morpholinyl, pyrrolidinonyl, pyrrolidinyl, piperidinyl, piperazinyl, hydantoinyl, valerolactamyl, oxiranyl, oxetanyl, tetrahydrofuranyl, tetrahydropyranyl, tetrahydropyrindinyl, tetrahydrothiophenyl, tetrahydropyrimidinyl, or tetrahydrothiopyranyl,

heterocyclealkyl, substituted heterocyclealkyl, -C(=O)OR<sub>8</sub>, -OC(=O)R<sub>8</sub>, -C(=O)NR<sub>8</sub>R<sub>9</sub>, -C(=O)NR<sub>8</sub>OR<sub>9</sub>, -SO<sub>c</sub>R<sub>8</sub>, -SO<sub>c</sub>NR<sub>8</sub>R<sub>9</sub>, -NR<sub>8</sub>SO<sub>c</sub>R<sub>9</sub>, -NR<sub>8</sub>R<sub>9</sub>, -NR<sub>8</sub>C(=O)R<sub>9</sub>, -NR<sub>8</sub>C(=O)(CH<sub>2</sub>)<sub>b</sub>OR<sub>9</sub>, -NR<sub>8</sub>C(=O)(CH<sub>2</sub>)<sub>b</sub>R<sub>9</sub>, -O(CH<sub>2</sub>)<sub>b</sub>NR<sub>8</sub>R<sub>9</sub>, or substituted or unsubstituted pyridyl, furyl, benzofuranyl, thiophenyl, benzothiophenyl, quinolinyl, pyrrolyl, indolyl,

oxazolyl, benzoxazolyl, imidazolyl, benzimidazolyl, thiazolyl, benzothiazolyl, isoxazolyl, pyrazolyl, isothiazolyl, pyridazinyl, pyrimidinyl, pyrazinyl, triazinyl, cinnolinyl, phthalazinyl, quinazolinyl, morpholinyl, pyrrolidinonyl, pyrrolidinyl, piperidinyl, piperazinyl, hydantoinyl, valerolactamyl, oxiranyl, oxetanyl, tetrahydrofuranyl, tetrahydropyranyl, tetrahydropyrindinyl, tetrahydrothiophenyl, tetrahydropyrimidinyl, or tetrahydrothiopyranyl fused to phenyl;

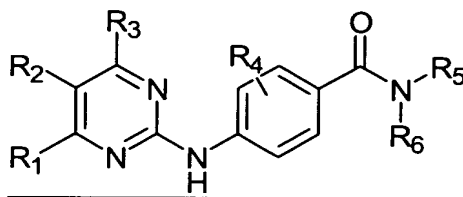
R<sub>8</sub>, R<sub>9</sub>, R<sub>10</sub> and R<sub>11</sub> are the same or different and at each occurrence independently hydrogen, alkyl, substituted alkyl, phenyl or naphthyl, substituted phenyl or naphthyl, aralkyl, substituted arylalkyl, substituted or unsubstituted pyridyl, furyl, benzofuranyl, thiophenyl, benzothiophenyl, quinolinyl, pyrrolyl, indolyl, oxazolyl, benzoxazolyl, imidazolyl, benzimidazolyl, thiazolyl, benzothiazolyl, isoxazolyl, pyrazolyl, isothiazolyl, pyridazinyl, pyrimidinyl, pyrazinyl, triazinyl, cinnolinyl, phthalazinyl, quinazolinyl, morpholinyl, pyrrolidinonyl, pyrrolidinyl, piperidinyl, piperazinyl, hydantoinyl, valerolactamyl, oxiranyl, oxetanyl, tetrahydrofuranyl, tetrahydropyranyl, tetrahydropyrindinyl, tetrahydrothiophenyl, tetrahydropyrimidinyl, or tetrahydrothiopyranyl, heterocyclealkyl or substituted heterocyclealkyl;

or R<sub>8</sub> and R<sub>9</sub> taken together with the atom or atoms to which they are attached to form a substituted or unsubstituted pyridyl, furyl, benzofuranyl, thiophenyl, benzothiophenyl, quinolinyl, pyrrolyl, indolyl, oxazolyl, benzoxazolyl, imidazolyl, benzimidazolyl, thiazolyl, benzothiazolyl, isoxazolyl, pyrazolyl, isothiazolyl, pyridazinyl, pyrimidinyl, pyrazinyl, triazinyl, cinnolinyl, phthalazinyl, quinazolinyl, morpholinyl, pyrrolidinonyl, pyrrolidinyl, piperidinyl, piperazinyl, hydantoinyl, valerolactamyl, oxiranyl, oxetanyl, tetrahydrofuranyl, tetrahydropyranyl, tetrahydropyrindinyl, tetrahydrothiophenyl, tetrahydropyrimidinyl, or tetrahydrothiopyranyl;

*a* and *b* are the same or different and at each occurrence independently selected from 0, 1, 2, 3 or 4; and

*c* is at each occurrence 0, 1 or 2.

13. (Presently Amended) ~~The A method of claim 12 wherein the condition is for treating an inflammatory or autoimmune condition comprising administering to a patient in need thereof and effective amount of a compound having the structure:~~



or a pharmaceutically acceptable salt thereof,

wherein:

R<sub>1</sub> is phenyl, naphthyl, pyridyl, furyl, benzofuranyl, thiophenyl, benzothiophenyl, quinoliny, pyrrolyl, indolyl, oxazolyl, benzoxazolyl, imidazolyl, benzimidazolyl, thiazolyl, benzothiazolyl, isoxazolyl, pyrazolyl, isothiazolyl, pyridazinyl, pyrimidinyl, pyrazinyl, triazinyl, cinnoliny, phthalazinyl, or quinazolinyl optionally substituted with one to four substituents independently selected from R<sub>7</sub>;

R<sub>2</sub> and R<sub>3</sub> are the same or different and are independently hydrogen or lower alkyl;

R<sub>4</sub> represents one to four optional substituents, wherein each substituent is the same or different and independently selected from halogen, hydroxy, lower alkyl or lower alkoxy;

R<sub>5</sub> and R<sub>6</sub> are the same or different and independently -R<sub>8</sub>, -(CH<sub>2</sub>)<sub>α</sub>C(=O)R<sub>9</sub>,

-(CH<sub>2</sub>)<sub>α</sub>C(=O)OR<sub>9</sub>, -(CH<sub>2</sub>)<sub>α</sub>C(=O)NR<sub>9</sub>R<sub>10</sub>,

-(CH<sub>2</sub>)<sub>α</sub>C(=O)NR<sub>9</sub>(CH<sub>2</sub>)<sub>β</sub>C(=O)R<sub>10</sub>, -(CH<sub>2</sub>)<sub>α</sub>NR<sub>9</sub>C(=O)R<sub>10</sub>,

-(CH<sub>2</sub>)<sub>α</sub>NR<sub>11</sub>C(=O)NR<sub>9</sub>R<sub>10</sub>, -(CH<sub>2</sub>)<sub>α</sub>NR<sub>9</sub>R<sub>10</sub>, -(CH<sub>2</sub>)<sub>α</sub>OR<sub>9</sub>,

-(CH<sub>2</sub>)<sub>α</sub>SO<sub>2</sub>R<sub>9</sub>, or -(CH<sub>2</sub>)<sub>α</sub>SO<sub>2</sub>NR<sub>9</sub>R<sub>10</sub>;

or R<sub>5</sub> and R<sub>6</sub> taken together with the nitrogen atom to which they are attached to form a substituted or unsubstituted pyridyl, furyl, benzofuranyl, thiophenyl, benzothiophenyl, quinoliny, pyrrolyl, indolyl, oxazolyl, benzoxazolyl, imidazolyl, benzimidazolyl, thiazolyl, benzothiazolyl, isoxazolyl, pyrazolyl, isothiazolyl, pyridazinyl, pyrimidinyl, pyrazinyl, triazinyl, cinnoliny, phthalazinyl, quinazolinyl, morpholinyl, pyrrolidinonyl, pyrrolidinyl,

piperidiny, piperaziny, hydantoiny, valerolactamy, oxirany, oxetany, tetrahydrofurany, tetrahydropyrany, tetrahydropyrindiny, tetrahydrothiopheny, tetrahydropyrimidiny, or tetrahydrothiopyrany;

R<sub>7</sub> is at each occurrence independently halogen, hydroxy, cyano, nitro, carboxy, alkyl, alkoxy, haloalkyl, acyloxy, thioalkyl, sulfinylakyl, sulfonylalkyl, hydroxyalkyl, phenyl or naphthyl, substituted phenyl or naphthyl, aralkyl, substituted aralkyl, substituted or unsubstituted pyridyl, furyl, benzofurany, thiopheny, benzothiopheny, quinolinyl, pyrrolyl, indolyl, oxazolyl, benzoxazolyl, imidazolyl, benzimidazolyl, thiazolyl, benzothiazolyl, isoxazolyl, pyrazolyl, isothiazolyl, pyridaziny, pyrimidiny, pyraziny, triaziny, cinnolinyl, phthalaziny, quinazolinyl, morpholinyl, pyrrolidinonyl, pyrrolidinyl, piperidiny, piperaziny, hydantoiny, valerolactamy, oxirany, oxetany, tetrahydrofurany, tetrahydropyrany, tetrahydropyrindiny, tetrahydrothiopheny, tetrahydropyrimidiny, or tetrahydrothiopyrany, heterocyclealkyl, substituted heterocyclealkyl, -C(=O)OR<sub>8</sub>, -OC(=O)R<sub>8</sub>, -C(=O)NR<sub>8</sub>R<sub>9</sub>, -C(=O)NR<sub>8</sub>OR<sub>9</sub>, -SO<sub>c</sub>R<sub>8</sub>, -SO<sub>c</sub>NR<sub>8</sub>R<sub>9</sub>, -NR<sub>8</sub>SO<sub>c</sub>R<sub>9</sub>, -NR<sub>8</sub>R<sub>9</sub>, -NR<sub>8</sub>C(=O)R<sub>9</sub>, -NR<sub>8</sub>C(=O)(CH<sub>2</sub>)<sub>b</sub>OR<sub>9</sub>, -NR<sub>8</sub>C(=O)(CH<sub>2</sub>)<sub>b</sub>R<sub>9</sub>,

-O(CH<sub>2</sub>)<sub>b</sub>NR<sub>8</sub>R<sub>9</sub>, or substituted or unsubstituted pyridyl, furyl, benzofurany, thiopheny, benzothiopheny, quinolinyl, pyrrolyl, indolyl, oxazolyl, benzoxazolyl, imidazolyl, benzimidazolyl, thiazolyl, benzothiazolyl, isoxazolyl, pyrazolyl, isothiazolyl, pyridaziny, pyrimidiny, pyraziny, triaziny, cinnolinyl, phthalaziny, quinazolinyl, morpholinyl, pyrrolidinonyl, pyrrolidinyl, piperidiny, piperaziny, hydantoiny, valerolactamy, oxirany, oxetany, tetrahydrofurany, tetrahydropyrany, tetrahydropyrindiny, tetrahydrothiopheny, tetrahydropyrimidiny, or tetrahydrothiopyrany fused to phenyl;

R<sub>8</sub>, R<sub>9</sub>, R<sub>10</sub> and R<sub>11</sub> are the same or different and at each occurrence independently hydrogen, alkyl, substituted alkyl, phenyl or naphthyl, substituted phenyl or naphthyl, aralkyl, substituted arylalkyl, substituted or unsubstituted pyridyl, furyl, benzofurany, thiopheny, benzothiopheny, quinolinyl, pyrrolyl, indolyl, oxazolyl, benzoxazolyl, imidazolyl, benzimidazolyl, thiazolyl, benzothiazolyl, isoxazolyl, pyrazolyl, isothiazolyl, pyridaziny, pyrimidiny, pyraziny, triaziny, cinnolinyl, phthalaziny, quinazolinyl, morpholinyl, pyrrolidinonyl, pyrrolidinyl, piperidiny, piperaziny, hydantoiny,



valerolactamyl, oxiranyl, oxetanyl, tetrahydrofuranyl, tetrahydropyranyl, tetrahydropyrindinyl, tetrahydrothiophenyl, tetrahydropyrimidinyl, or tetrahydrothiopyranyl, heterocyclealkyl or substituted heterocyclealkyl;

or R<sub>8</sub> and R<sub>9</sub> taken together with the atom or atoms to which they are attached to form a substituted or unsubstituted pyridyl, furyl, benzofuranyl, thiophenyl, benzothiophenyl, quinolinyl, pyrrolyl, indolyl, oxazolyl, benzoxazolyl, imidazolyl, benzimidazolyl, thiazolyl, benzothiazolyl, isoxazolyl, pyrazolyl, isothiazolyl, pyridazinyl, pyrimidinyl, pyrazinyl, triazinyl, cinnolinyl, phthalazinyl, quinazolinyl, morpholinyl, pyrrolidinonyl, pyrrolidinyl, piperidinyl, piperazinyl, hydantoinyl, valerolactamyl, oxiranyl, oxetanyl, tetrahydrofuranyl, tetrahydropyranyl, tetrahydropyrindinyl, tetrahydrothiophenyl, tetrahydropyrimidinyl, or tetrahydrothiopyranyl;

a and b are the same or different and at each occurrence independently selected from 0, 1, 2, 3 or 4; and

c is at each occurrence 0, 1 or 2.

14. (Presently Amended) The method of claim 13 wherein the inflammatory ~~or autoimmune~~ condition is rheumatoid arthritis, rheumatoid spondylitis, osteoarthritis, gout, asthma, bronchitis, allergic rhinitis, chronic obstructive pulmonary disease, cystic fibrosis, inflammatory bowel disease, irritable bowel syndrome, mucous colitis, ulcerative colitis, Crohn's disease, gastritis, esophagitis, hepatitis, pancreatitis, nephritis, psoriasis, eczema, dermatitis, multiple sclerosis, Lou Gehrig's disease, sepsis, conjunctivitis, acute respiratory distress syndrome, purpura, nasal polip or lupus erythematosus.

15. (Canceled)

16. (Canceled)

17. (Canceled)

18. (Canceled)

19. (Canceled)

20. (Canceled)

21. (Canceled)

22. (Canceled)

23. (Canceled)

24. (Presently Amended) A method for treating an inflammatory or an autoimmune condition comprising administering to a patient in need thereof an effective amount of a compound or pharmaceutically acceptable salt of the compound of claim 1.

25. (Presently Amended) The method of claim ~~25~~ 24 further comprising administering an effective amount of an anti-inflammatory agent.

26. (Original) The method of claim 25, wherein the anti-inflammatory agent is salicylic acid, acetylsalicylic acid, methyl salicylate, diflunisal, salsalate, olsalazine, sulfasalazine, acetaminophen, indomethacin, sulindac, etodolac, mefenamic acid, meclofenamate sodium, tolmetin, ketorolac, dichlofenac, ibuprofen, naproxen, naproxen sodium, fenoprofen, ketoprofen, flurbiprofen, oxaprozin, piroxicam, meloxicam, ampiroxicam, droxicam, pivoxicam, tenoxicam, nabumetone, phenylbutazone, oxyphenbutazone, antipyrine, aminopyrine, apazone and nimesulide, zileuton, aurothioglucose, gold sodium thiomalate, auranofin, colchicine, allopurinol, probenecid, sulfapyrazone, benzbromarone, enbrel, infliximab, anakinra, celecoxib or rofecoxib.

27. (Presently Amended) The method of claim 24, wherein the inflammatory or autoimmune condition is rheumatoid arthritis, rheumatoid spondylitis, osteoarthritis, gout, asthma, bronchitis, allergic rhinitis, chronic obstructive pulmonary disease, cystic fibrosis, inflammatory bowel disease, irritable bowel syndrome, mucous colitis, ulcerative colitis, Crohn's disease, gastritis, esophagitis, hepatitis, pancreatitis, nephritis, psoriasis, eczema, dermatitis, multiple sclerosis, Lou Gehrig's disease, sepsis, conjunctivitis, acute respiratory distress syndrome, purpura, nasal polyp or lupus erythematosus.

28. (Canceled)

29. (Canceled)

30. (Canceled)

- 31. (Canceled)
- 32. (Canceled)
- 33. (Canceled)
- 34. (Canceled)
- 35. (Canceled)
- 36. (Canceled)
- 37. (Canceled)
- 38. (Original)      The compound of claim 7 wherein aryl is phenyl.